

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden

hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Wilkinson Mary Beth</u>	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/01/2017</u>	3. Issuer Name and Ticker or Trading Symbol <u>OWENS ILLINOIS INC /DE/ [ OI ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior VP, GC &amp; Secretary</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) <u>ONE MICHAEL OWENS WAY</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) <u>PERRYSBURG OH 43551</u>			
(City) (State) (Zip)			

## Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock (Direct)</u>	<u>9,064</u>	<u>D</u>	
<u>Common Stock (Indirect)</u>	<u>1,143.89</u>	<u>I</u>	<u>By 401k</u>

Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Stock Option 03/07/2015 \$23.99</u>	<u>03/07/2016<sup>(1)</sup></u>	<u>03/07/2022</u>	<u>Common Stock (Direct)</u>	<u>5,510</u>	<u>23.99</u>	<u>D</u>
<u>Stock Option 03/07/2016 \$15.05</u>	<u>03/07/2017<sup>(1)</sup></u>	<u>03/07/2023</u>	<u>Common Stock (Direct)</u>	<u>9,036</u>	<u>15.05</u>	<u>D</u>
<u>Stock Option 3/07/11 \$29.89</u>	<u>03/07/2012<sup>(1)</sup></u>	<u>03/07/2018</u>	<u>Common Stock (Direct)</u>	<u>726</u>	<u>29.89</u>	<u>D</u>
<u>Stock Option 3/07/12 \$22.69</u>	<u>03/07/2013<sup>(1)</sup></u>	<u>03/07/2019</u>	<u>Common Stock (Direct)</u>	<u>1,865</u>	<u>22.69</u>	<u>D</u>
<u>Stock Option 3/07/2013 \$26.07</u>	<u>03/07/2014<sup>(1)</sup></u>	<u>03/07/2020</u>	<u>Common Stock (Direct)</u>	<u>2,271</u>	<u>26.07</u>	<u>D</u>
<u>Stock Option 3/07/2014 \$33.62</u>	<u>03/07/2015<sup>(1)</sup></u>	<u>03/07/2021</u>	<u>Common Stock (Direct)</u>	<u>3,188</u>	<u>33.62</u>	<u>D</u>

## Explanation of Responses:

1. The options vest in four equal annual installments beginning on the first anniversary of the date of grant.

## Remarks:

See Exhibit 24 - Power of Attorney

/s/Mary Beth Wilkinson01/05/2017

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes\* and appoints Darrow Abrahams, the\*

undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's\* capacity as of (the "Company"), a Form ID, Forms 3, 4 and 5 and any\* other documents necessary to facilitate the filing of reports in accordance\* with Section 16(a) of the Securities Exchange Act and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which\* may be necessary or desirable to complete and execute any such Form ID or Forms\* 3, 4 or 5, complete and execute any amendment or amendments thereto, and file\* such forms with the SEC and any stock exchange or similar authority; and
- (3) take any other action in connection with the foregoing which, in the\* opinion of such attorney-in-fact, may be of benefit to, in the best\* interest of, or legally required by, the undersigned, it being understood\* that the documents executed by such attorney-in-fact on behalf of the\* undersigned pursuant to this Power of Attorney shall be in such form\* and shall contain such terms and conditions\*

as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each attorney-in-fact full power and\* authority to do and perform any and every act and thing requisite,\* necessary, or proper to be done in the exercise of any of the rights\* and powers herein granted, as fully to all intents and purposes as the\* undersigned might or could do\*

if personally present, with full power of substitution or revocation,\* hereby ratifying and confirming all that such attorney-in-fact, or such\* attorney-in-fact's substitute or substitutes, shall lawfully do or cause\* to be done by virtue of this Power of Attorney and the\* rights and powers herein granted. The undersigned acknowledges that the\* foregoing attorneys-in-fact, in serving in such capacity at the request\* of the undersigned, are not assuming, nor is the Company assuming, any of\* the undersigned's responsibilities to comply with Section 16 of the\* Securities Exchange Act.

This Power of Attorney shall remain in full force and effect until the\* undersigned is no longer required to file Forms 4 and 5 with respect to\* the undersigned's holdings of and transactions in securities issued by\* the Company, unless earlier revoked by the undersigned in a signed\* writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney\* to be executed

as of this 4th day of January, 2017.

/s/ Mary Beth Wilkinson

Print Name: Mary Beth Wilkinson